

WEIL, GOTSHAL & MANGES LLP  
767 Fifth Avenue  
New York, New York 10153  
Telephone: (212) 310-8000  
Facsimile: (212) 310-8007  
Ralph I. Miller  
Peter Gruenberger

Attorneys for Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

---

x

In re:	:	Chapter 11
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>	:	Case No. 08-13555 (JMP)
<hr/>		
Debtors.	:	
<hr/>		x
LEHMAN BROTHERS SPECIAL FINANCING INC.	:	
Plaintiff,	:	
-against-	:	Adversary Proceeding
	:	No.: 09-01242 (JMP)
BNY CORPORATE TRUSTEE SERVICES LIMITED	:	
Defendant.	:	
<hr/>		x

**DECLARATION OF RALPH I. MILLER IN SUPPORT OF LEHMAN  
BROTHERS SPECIAL FINANCING INC.'S MEMORANDUM OF LAW IN  
OPPOSITION TO BNY CORPORATE TRUSTEE SERVICES LIMITED'S  
MOTION FOR SUMMARY JUDGMENT**

Pursuant to 28 U.S.C. § 1746, I, Ralph I. Miller declare:

1. I am a partner with the law firm of Weil, Gotshal, & Manges LLP, counsel for Plaintiff and Debtor Lehman Brothers Special Financing Inc. ("LBSF") in this adversary proceeding and in the bankruptcy cases of LBSF and Lehman Brothers Holdings, Inc.

2. I make this declaration of my own personal knowledge. If called to testify as to the truth of the matters stated herein, I could and would do so competently.

3. Attached as Exhibits A through E of this declaration are records maintained by Weil, Gotshal & Manges LLP in the ordinary course of its business.

4. Exhibit A is a true, correct, and complete copy of a letter from the Rt. Hon. Sir Andrew Morritt to Judge James M. Peck, September 9, 2009.

5. Exhibit B is a true, correct, and complete copy of the Approved Judgment of the High Court of Justice Chancery Division in *Perpetual Trustee Co. Ltd., et al. v. BNY Corporate Trustee Services Ltd., et al.*, Case No. HC09C011612 & HC09C01931, July 28, 2009.

6. Exhibit C is a true, correct, and complete copy of the Hearing Transcript on Debtors' Motion to Compel Metavante Corp.'s Obligations, Case No. 08-13555 (JMP), September 15, 2009.

7. Exhibit D is a true, correct, and complete copy of the Hearing Transcript on BNY Corporate Trustee Services Limited's Motion to Dismiss Complaint, Case No. 09-01242 (JMP), August 11, 2009.

8. Exhibit E is a true, correct, and complete copy of a letter from Judge James M. Peck to the Rt. Hon. Sir Andrew Morritt, August 20, 2009.

9. I declare under penalty of perjury that the foregoing is true and correct. Executed on October 23, 2009.

*/s/ Ralph I. Miller*

---

Ralph I. Miller  
WEIL, GOTSHAL & MANGES LLP  
1300 I Street, N.W.  
Suite 900  
Washington, D.C. 20005  
Telephone. (202) 682 7133